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GOODMAN WEISS MILLER LLP
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December 12, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, FL 32399

Re: Telantis Research, Inc.

300002374523--2
-12/17/97--01036--001
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed is an Application by Foreign Corporation for Authorization to Transact Business in Florida and a Certificate of Good Standing issued by the Secretary of State of Delaware for filing, along with a check in the amount of \$70 to cover the filing fee.

Please return acknowledgment of this filing to the undersigned in the return envelope provided for your convenience.

Thank you.

Very truly yours,

GOODMAN WEISS MILLER LLP



Gail Heidenreich
Legal Assistant

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DIVISION OF CORPORATIONS
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Enclosures

cc: Jay R. Faeges, Esq.

**APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

In compliance with Section 607.1503, Florida Statutes, the following is submitted to register a foreign corporation to transact business in the State of Florida:

1. **Name of corporation:** Telantis Research, Inc.
2. **State of incorporation:** Delaware
3. **FEI Number, if applicable:** 34-1850493
4. **Date of incorporation:** November 6, 1997
5. **Duration:** Perpetual
6. **Date first transacted business in Florida:** December 1, 1997
7. **Mailing address:** 12511 World Plaza Lane, Ft. Myers, Florida 33907
8. **Purpose of corporation authorized in home state to be carried out in the State of Florida:** To engage in any lawful act or activity for which corporations may be organized under Florida Statutes.
9. **Name and address of Florida registered agent:**

Accipiter II, Inc.
12501 World Plaza Lane
Ft. Myers, Florida 33907

10. **Registered Agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ACCIPITER II, INC.,
Registered Agent

By



Adam H. Meyerson
Sr. Executive Vice President

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11. Attached is a Certificate of Good Standing issued by the Secretary of State of the State of Delaware dated not more than 90 days prior to the delivery of this application to the Department of State.

12. Names and addresses of Officers:

Chairman: Adam H. Meyerson
791 Wye Road
Akron, OH 44333

President: Gregory J. Chambers
791 Wye Road
Akron, OH 44333

Vice President & Secretary: Mavis Ringe
12511 World Plaza Lane
Ft. Myers, Florida 33907

Vice President Michael Ringe
12511 World Plaza Lane
Ft. Myers, Florida 33907

Treasurer Richard W. Dyer
791 Wye Road
Akron, OH 44333

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13. Names and addresses of Directors:

Adam H. Meyerson
791 Wye Road
Akron, OH 44333

Gregory J. Chambers
791 Wye Road
Akron, OH 44333

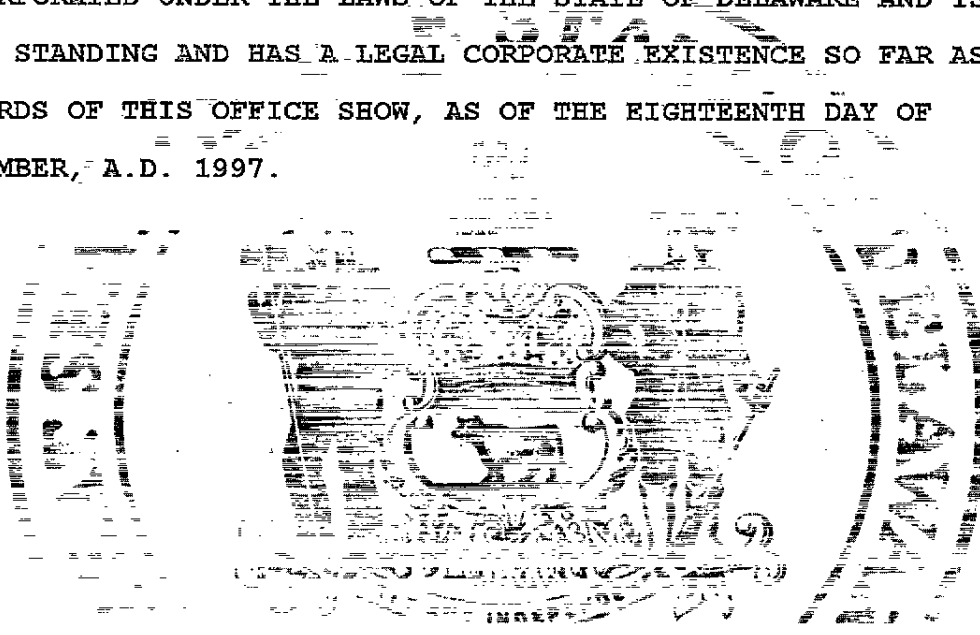
Mavis Ringe
12511 World Plaza Lane
Ft. Myers, Florida 33907

TELANTIS RESEARCH, INC.

By 
GREGORY J. CHAMBERS, President

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELANTIS RESEARCH, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF NOVEMBER, A.D. 1997.



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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8762904

DATE: 11-18-97